

## MEMORANDUM

TO: Mayor Jones and Members of the Board

FROM: Karen Proctor, Town Administrator

DATE: August 16, 2018

RE: Resolution 4; Series 2018- Approving an Intergovernmental Agreement Between the Town of Foxfield, Arapahoe County and Associated Cities in Arapahoe County on a Collaborative Transportation Forum Agreement Arapahoe County Transportation Forum Planning IGA

### HISTORY:

At the May 17th, 2018 the Board was presented with the attached final version of the Arapahoe County Transportation Forum Planning IGA for review. This agreement concerns collaboration between the Denver Regional Council of Governments, Arapahoe County and all its municipalities regarding the Transportation Improvement Program allocation of federal funding for transportation-related projects.

### DISCUSSION:

A forum of local Agency jurisdictions within Arapahoe County was established to coordinate the transportation planning and funding requests. Two committees have been formed. The first one is the *Arapahoe County Technical Committee*. This committee reviews, evaluates and scores the projects that have been submitted. They then make a recommendation to the Executive Committee. The second committee is the *Arapahoe County Executive Committee*. This committee approves the projects and submits them to DRCOG.

To be a voting member of the committees, an agency must enter into the Arapahoe County Collaborative Transportation Forum Agreement Intergovernmental Agreement (IGA). Any eligible agency within Arapahoe County and the DRCOG boundary may apply for funding, but only governmental agencies that have signed the IGA will have a vote on the projects that will be submitted for consideration into the TIP as part of the Arapahoe County Collaborative Transportation Forum.

In addition to TIP Cycle project selections, the Forum Executive Committee meets a minimum of twice a year to collaborate on transportation needs, partnerships building, projects, and advocacy efforts in non-TIP related activities to help establish priorities and actions to pursue for Arapahoe County as whole.

Signing the IGA allows an agency to participate in this process and have a say into the transportation system and needs within Arapahoe County, as well as having a vote when

decisions are necessary. As a signing member of the IGA the entity will have representation on both the Executive Committee (typically Elected Officials) and Technical Committee (Technical Staff) with voting rights on each committee. The Forum has been established for the communities in the County to have a forum in which to discuss and direct the County's transportation system.

While the Forum will determine where federal funds are being distributed, not all agencies may have or want to federalize a project, but they can help in shaping where federal funds will be distributed.

As a signatory on the IGA an entity has voting rights on each Committee as discussed above. It is up to the entity's representative as to their availability and importance to attend a meeting, so therefore attendance is not mandatory. However, if the entity would like a say on decisions a representative would need to attend the meetings to vote.

After receiving more information from Arapahoe County as provided above, staff believes that Foxfield should sign the IGA and appoint members of the Board to the Executive and Technical Committees.

**RECOMMENDED MOTION:** *"I move to approve Resolution 4, Series 2018, approving an Intergovernmental Agreement between the Town of Foxfield, Arapahoe County and associated cities in Arapahoe County on a Collaborative Transportation Forum Agreement".*

**ATTACHMENTS:**

**Resolution 4, Series 2018-** A Resolution Approving an Intergovernmental Agreement Between the Town of Foxfield, Arapahoe County and Associated Cities in Arapahoe County on a Collaborative Transportation Forum Agreement

**A RESOLUTION  
OF THE BOARD OF TRUSTEES OF THE TOWN OF FOXFIELD  
APPROVING AN INTERGOVERNMENTAL AGREEMENT  
BETWEEN THE TOWN OF FOXFIELD,  
ARAPAHOE COUNTY AND ASSOCIATED CITIES IN ARAPAHOE COUNTY  
ON A COLLABORATIVE TRANSPORTATION FORUM AGREEMENT**

**WHEREAS**, the Town of Foxfield may, by resolution, enter into cooperative or other joint activities with other governmental bodies;

**WHEREAS**, the Town of Foxfield desires to participate in Arapahoe County's Collaborative Transportation Forum; and

**WHEREAS**, the Denver Regional Council of Governments (“DRCOG”), through its Transportation Improvement Program (“TIP”), allocates certain federal funding for transportation-related projects eligible for federal funding, which include multi-modal facilities such as new roadways, widening of roadways, bridges, on and off-street bike and pedestrian facilities, interchanges, intersections, transit and bus service, studies, etc (“Transportation Improvements”) as the Metropolitan Planning Organization (“MPO”) for the Denver Metropolitan Area; and

**WHEREAS**, DRCOG has developed a Dual Model TIP process for allocation of federal funds provided to DRCOG as the MPO, which consists of a Regional and Sub-Regional apportionment of federal funds as decided and approved by the DRCOG Board; and

**WHEREAS**, the solicitation, evaluation, selection, and approval of Regional projects and distribution of the Regional portion of the MPO federal funds will be the sole responsibility of DRCOG and the DRCOG Board; and

**WHEREAS**, the DRCOG Board has established that Regional Project applications shall only be accepted from the Colorado Department of Transportation (“CDOT”), Regional Transportation District (“RTD”), and the Sub-Regions within DRCOG’s boundary; and

**WHEREAS**, the DRCOG Board through approval of the DRCOG TIP Policy and Criteria has established Sub-Regions within their boundary, which consists of each county as a Sub-Region for that county; and

**WHEREAS**, the DRCOG Board of Directors has authorized local governments within Arapahoe County Sub-Region (“the “Sub-Region”) to propose jointly to the DRCOG Board of Directors allocation of federal transportation funding for Transportation Improvements within Arapahoe County’s incorporated and unincorporated areas (“Sub-Regional Funding”); and

**WHEREAS**, the coordinated efforts of all the Agencies are necessary to implement the Sub-Regional Funding allocation process for the DRCOG TIP and to ensure adequate transportation infrastructure to meet the needs of Arapahoe County residents currently and in the future; and

**WHEREAS**, the Agencies, as signatories hereto, desire to establish a forum of local Agency jurisdictions within the Arapahoe County Sub-Region (“Forum”) in order to coordinate transportation planning and funding requests to the TIP among such participating Agencies; and

**WHEREAS**, Transportation Improvements that are eligible for funding may include such items as traffic signals, intelligent transportation systems (ITS), transportation demand management (TDM), etc. as part of that Transportation Improvement project and are considered “Elements” of the larger Transportation Improvement project, but such “Elements” shall not be submitted by the Forum to DRCOG for consideration for standalone project funding under this Agreement as each Agency is eligible to apply for such standalone “Elements” funding through the DRCOG TIP within the Traffic Signal System Improvement Program (TSSIP)/ITS and TDM Pools; and

**WHEREAS**, pursuant to federal requirements, Agencies are eligible to submit project applications to the Forum for consideration of TIP funding if they meet the eligibility requirements for funding irrespective of whether the Agency has signed this Agreement; and

**WHEREAS**, the Forum is responsible for selecting and submitting Regional Transportation Improvement project applications (“Regional Projects”) to DRCOG in conformity with the requirements and processes outlined in this Agreement for Arapahoe County Regional Funding with the undersigned Agencies agreeing not to submit individual projects to DRCOG directly; and

**WHEREAS**, the Forum is responsible for soliciting, selecting, recommending and submitting a list of Sub-Regional Transportation Improvement Projects (“Sub-Regional Projects”) to DRCOG in conformity with the requirements and processes outlined in this Agreement for Arapahoe County Sub-Regional Funding with the undersigned Agencies agreeing not to submit individual projects to DRCOG directly; and

**WHEREAS**, Arapahoe County communities will benefit from the collective planning efforts of the Agencies working together to implement a transportation system to ensure the efficient movement of people and goods; and

**WHEREAS**, the Agencies wish to set forth their mutual understanding of how the Agencies will coordinate transportation planning efforts in Arapahoe County for purposes of submitting project funding requests to the Colorado Department of Transportation (“CDOT”), Regional Transportation District (“RTD”), and the Denver Regional Council of Governments (“DRCOG”) for consideration in the TIP and State Transportation Improvement Program (“STIP”) and to coordinate local agency funding partnerships on locally funded only projects, as appropriate; and

**WHEREAS**, the Agencies wish to set forth their mutual understanding of the manner in which the transportation planning efforts in Arapahoe County will be conducted and coordinated for the purpose of submitting Regional and Sub-Regional Project Funding requests to DRCOG for consideration, and also for identification, collaboration, and prioritization of transportation improvements during the off-TIP cycle years.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Trustees of the Town of Foxfield, Colorado that:

Section 1. The Town Board hereby approves the attached Arapahoe County Collaborative Transportation Forum Intergovernmental Agreement (**Attachment A**) in substantially the same form as attached hereto.

Section 2. This Resolution shall be effective immediately.

PASSED ON FIRST AND FINAL READING THIS 16th day of August, 2018.

BOARD OF TRUSTEES,  
TOWN OF FOXFIELD, COLORADO

\_\_\_\_\_  
Lisa Jones, Mayor

ATTEST:

\_\_\_\_\_  
Randi Gallivan, Town Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
Corey Y. Hoffmann, Town Attorney

ARAPAHOE COUNTY  
COLLABORATIVE TRANSPORTATION FORUM  
AGREEMENT

INTERGOVERNMENTAL AGREEMENT  
AMONG  
CITY OF AURORA  
TOWN OF BENNETT  
TOWN OF BOWMAR  
CITY OF CENTENNIAL  
CITY OF CHERRY HILLS VILLAGE  
TOWN OF COLUMBINE VALLEY  
TOWN OF DEER TRAIL  
CITY OF ENGLEWOOD  
TOWN OF FOXFIELD  
CITY OF GLENDALE  
CITY OF GREENWOOD VILLAGE  
CITY OF LITTLETON  
CITY OF SHERIDAN  
AND  
ARAPAHOE COUNTY

THIS ARAPAHOE COUNTY COLLABORATIVE TRANSPORTATION FORUM AGREEMENT (the “Agreement”) is entered into effective as of the \_\_\_\_ day of \_\_\_\_\_, 2018 (the “Effective Date”), by and among the Cities of Aurora, Centennial, Cherry Hills Village, Englewood, Glendale, Greenwood Village, Littleton, and Sheridan, the Towns of Bennett, Bowmar, Columbine Valley, Deer Trail, and Foxfield, and Arapahoe County, all such parties being referred to collectively herein as the “Agencies” or individually, as an “Agency”

WITNESSETH

WHEREAS, the Agencies are all communities having governmental jurisdiction within their respective territorial boundaries within Arapahoe County, Colorado; and

WHEREAS, as local government Agencies, all are authorized by the provisions of Colo. Const. art. XIV, § 18(2)(a) and C.R.S. §§ 29-1-201, *et seq.*, to contract with one another to provide any function, service or facility lawfully authorized to each; and

WHEREAS, the Denver Regional Council of Governments (“DRCOG”), through its Transportation Improvement Program (“TIP”), allocates certain federal funding for transportation-related projects eligible for federal funding, which include multi-modal facilities such as new roadways, widening of roadways, bridges, on and off-street bike and pedestrian facilities, interchanges, intersections, transit and bus service, studies, etc (“Transportation Improvements”) as the Metropolitan Planning Organization (“MPO”) for the Denver Metropolitan Area; and

WHEREAS, DRCOG has developed a Dual Model TIP process for allocation of federal funds provided to DRCOG as the MPO, which consists of a Regional and Sub-Regional apportionment of federal funds as decided and approved by the DRCOG Board; and

WHEREAS, the solicitation, evaluation, selection, and approval of Regional projects and distribution of the Regional portion of the MPO federal funds will be the sole responsibility of DRCOG and the DRCOG Board; and

WHEREAS, the DRCOG Board has established that Regional Project applications shall only be accepted from the Colorado Department of Transportation (“CDOT”), Regional Transportation District (“RTD”), and the Sub-Regions within DRCOG’s boundary; and

WHEREAS, the DRCOG Board through approval of the DRCOG TIP Policy and Criteria has established Sub-Regions within their boundary, which consists of each county as a Sub-Region for that county; and

WHEREAS, the DRCOG Board of Directors has authorized local governments within Arapahoe County Sub-Region (“the “Sub-Region”) to propose jointly to the DRCOG Board of Directors allocation of federal transportation funding for Transportation Improvements within Arapahoe County’s incorporated and unincorporated areas (“Sub-Regional Funding”); and

WHEREAS, the coordinated efforts of all the Agencies are necessary to implement the Sub-Regional Funding allocation process for the DRCOG TIP and to ensure adequate transportation infrastructure to meet the needs of Arapahoe County residents currently and in the future; and

WHEREAS, the Agencies, as signatories hereto, desire to establish a forum of local Agency jurisdictions within the Arapahoe County Sub-Region (“Forum”) in order to coordinate transportation planning and funding requests to the TIP among such participating Agencies; and

WHEREAS, Transportation Improvements that are eligible for funding may include such items as traffic signals, intelligent transportation systems (ITS), transportation demand management (TDM), etc. as part of that Transportation Improvement project and are considered “Elements” of the larger Transportation Improvement project, but such “Elements” shall not be submitted by the Forum to DRCOG for consideration for standalone project funding under this Agreement as each Agency is eligible to apply for such standalone “Elements” funding through the DRCOG TIP within the Traffic Signal System Improvement Program (TSSIP)/ITS and TDM Pools; and

WHEREAS, pursuant to federal requirements, Agencies are eligible to submit project applications to the Forum for consideration of TIP funding if they meet the eligibility requirements for funding irrespective of whether the Agency has signed this Agreement; and

WHEREAS, the Forum is responsible for selecting and submitting Regional Transportation Improvement project applications (“Regional Projects”) to DRCOG in conformity with the requirements and processes outlined in this Agreement for Arapahoe County Regional Funding with the undersigned Agencies agreeing not to submit individual projects to DRCOG directly; and

WHEREAS, the Forum is responsible for soliciting, selecting, recommending and submitting a list of Sub-Regional Transportation Improvement Projects (“Sub-Regional Projects”) to DRCOG in conformity with the requirements and processes outlined in this Agreement for Arapahoe County Sub-Regional Funding with the undersigned Agencies agreeing not to submit individual projects to DRCOG directly; and

WHEREAS, Arapahoe County communities will benefit from the collective planning efforts of the Agencies working together to implement a transportation system to ensure the efficient movement of people and goods; and

WHEREAS, the Agencies wish to set forth their mutual understanding of how the Agencies will coordinate transportation planning efforts in Arapahoe County for purposes of submitting project funding requests to the Colorado Department of Transportation (“CDOT”), Regional Transportation District (“RTD”), and the Denver Regional Council of Governments (“DRCOG”) for consideration in the TIP and State Transportation Improvement Program (“STIP”) and to coordinate local agency funding partnerships on locally funded only projects, as appropriate; and

WHEREAS, the Agencies wish to set forth their mutual understanding of the manner in which the transportation planning efforts in Arapahoe County will be conducted and coordinated for the purpose of submitting Regional and Sub-Regional Project Funding requests to DRCOG for consideration, and also for identification, collaboration, and prioritization of transportation improvements during the off-TIP cycle years.

NOW, THEREFORE, THE AGENCIES HEREBY AGREE TO COOPERATE AS FOLLOWS:

1. Term. The term of the Agreement shall commence on the Effective Date and be for an initial term of two (2) years (“Initial Term”) from the Effective Date. Thereafter, this Agreement shall be automatically renewed for successive two-year (2) terms. However, after expiration of the Initial Term, any Agency may withdraw from the renewed Agreement by providing written notice of its intent to do so at least (30) days prior to the date of their withdrawal from this Agreement. The notice to withdraw shall be by formal action of the governing body of the Agency requesting withdrawal. The Agreement shall remain in effect as to all Agencies which have not withdrawn unless terminated by all of the Agencies.
2. Agency Option to Sign Agreement. If an Agency has not originally signed this Agreement, or withdraws from the Agreement pursuant to the provision in Section 1 above, such Agency may become a party to this Agreement by executing the Agreement. This opportunity to become a party to the Agreement will need to occur prior to the TIP Cycle Call for Projects applications.
3. Arapahoe County Executive Committee. There is created an Arapahoe County Executive Committee (“ArapCo Exec Committee”). Each Agency shall appoint a member of its governing body (“Appointee”) to serve on the ArapCo Exec Committee. It shall be the duty and purpose of the ArapCo Exec Committee to create the Sub-Regional Projects list to submit to DRCOG for Sub-Regional Funding, as well as the Regional Project application from the Arapahoe County Sub-Region. The lists will be created after input and recommendation from the ArapCo Tech Committee, in conformity with paragraphs 10-14 of this Agreement.



The ArapCo Exec Committee will cooperate and work diligently and in good faith among its members to create such agreed project funding lists for submission to DRCOG for each TIP cycle. The ArapCo Exec Committee shall ensure that both the Arapahoe County Transportation Forum Regional Project application submittals and Sub-Regional funding request list submitted to DRCOG comply with all grant requirements such as, but not limited to, DRCOG adopted TIP Policy and Criteria, ArapCo Exec. Committee Sub-Region adopted supplemental Policy and Criteria to DRCOG TIP Policy and Criteria, presence on the adopted fiscally constrained Regional Transportation Plan and Colorado Department of Transportation support for projects proposed on state highways, as well as support from RTD on eligible transit applications.

4. Establish an Alternate to the ArapCo Exec Committee. Each Agency shall also appoint an alternate to the ArapCo Exec Committee (“Alternate”) to be in attendance if the Appointee is unable to attend ArapCo Exec Committee meetings or to perform other duties. The Alternate shall have the authority to act in the full capacity of the Appointee. In instances where neither the Appointee nor Alternate can attend an ArapCo Exec Committee meeting, the Appointee may provide in writing to the Co-Chairs of the ArapCo Exec. Committee (see Paragraph 5) notification that another designated individual is authorized to act as a representative for the Agency and vote on its behalf at the specific meeting (“Designated Representative”).
5. Establish Co-Chair of ArapCo Exec Committee. The Appointee from Arapahoe County shall be a Co-Chair of the ArapCo Exec Committee (“ArapCo Co-Chair”). Following completion of appointments as required by Paragraphs 3 and 4, the ArapCo Exec Committee will meet and vote to elect the other Co-Chair of the ArapCo Exec Committee from the members at large (“At Large Co-Chair”). In the event an Agency from which the At Large Co-Chair is selected does not continue the appointment of such individual to the ArapCo Exec Committee, the ArapCo Exec Committee shall, at its next meeting, vote to select a new At-Large Co-Chair. The ArapCo Co-Chair and the At-Large Co-Chair (jointly, the “Co-Chairs”) will be responsible for establishing the agenda for the ArapCo Exec Committee meetings, chairing the meetings, establishing the meeting locations, establishing rules of procedure for ArapCo Exec Committee adoption, posting notice of meetings, distributing meeting minutes, and providing information for the meetings.
6. Decision Making of the ArapCo Exec Committee. Each Agency will have one vote on all decisions of the ArapCo Exec Committee. All decisions of the ArapCo Exec Committee shall be made by motion duly seconded and approved by a majority of the required quorum as set forth in paragraph 7, with each Agency member voting by either the Appointee, the Alternate or the Designated Representative of such Agency. Decisions requiring such action include, without limitation:
  - a. The selection of project applications to be submitted to DRCOG for consideration as a Regional Project.
  - b. The development of the Sub-Regional Project list to be submitted to the DRCOG Board for approval and inclusion in the TIP.
  - c. The ArapCo Exec Committee will seek to collaborate on transportation needs, partnerships building, projects, and advocacy efforts in non-TIP related activities to help establish priorities and actions to pursue for Arapahoe County as whole.

7. Quorum of ArapCo Exec Committee. Quorums of the ArapCo Exec Committee will vary on the actions requiring votes as follows:
  - a. For decisions on policy, procedures, and any decisions except as specified in Paragraph 7(b), a majority of the Agencies must be in attendance to constitute a quorum for the purpose of such vote.
  - b. For decisions to determine the submittals of Regional Project applications and Sub-Regional Project list to the DRCOG Board for consideration for funding under the TIP, 2/3 of the Agencies must be in attendance to constitute a quorum for purpose of that vote.

If there is not the requisite quorum at the time for which a vote shall have been called, the meeting may be adjourned from time to time by a majority of the Agencies present without notice, other than by announcement at the meeting, and continued until there is the requisite quorum for the relevant vote.

8. Meeting Times of ArapCo Exec Committee. During each year in which the TIP process and project selection will occur, the ArapCo Exec Committee will, at a minimum, meet monthly or as often as needed in order to develop and timely submit the coordinated project funding request list. In non-TIP Cycle years, the ArapCo Exec Committee will meet a minimum of twice a year in March and October or as set by the Co-Chairs of the ArapCo Exec Committee.
9. Notice. Notice of the ArapCo Exec Committee meetings will occur by posting of the Agenda at least 24 hours in advance of the meeting. The ArapCo Exec Committee annually shall establish a posting location in accordance with the Colorado Open Meetings Law. All ArapCo Exec Committee Meetings shall be conducted in accordance with Colorado Open Meetings Law and shall be open to the public. The ArapCo Exec Committee shall cause 7 days advance notice of every meeting to be sent by electronic mail to the email address of each Agency Appointee and Alternate as last known to the ArapCo Exec Committee.
10. Arapahoe County Technical Committee. There is also created the Arapahoe County Technical Committee (“ArapCo Tech Committee”). Each Agency will appoint a staff member from their Agency (“Tech Appointee”) to serve on the ArapCo Tech Committee. Each Agency shall also appoint an alternate (“Tech Alternate”) to the ArapCo Tech Committee to be in attendance if the Tech Appointee is unable to attend ArapCo Tech Committee meetings or other functions. The Tech Alternate shall have the authority to act in the full capacity of the Tech Appointee, but the Agency will only have one vote on the ArapCo Tech Committee.

The ArapCo Tech Committee is responsible for the review, evaluation, and scoring of project applications submitted for both Regional and Sub-Regional Projects. The ArapCo Tech Committee will make recommendations to the ArapCo Exec Committee on the Regional Project application to be submitted to DRCOG and also for Sub-Regional funding selections. The ArapCo Tech Committee will utilize the DRCOG Project Evaluation and Ranking Criteria and/or Arapahoe County Transportation Forum Evaluation/Ranking Criteria as developed by the ArapCo Exec Committee to initially rank the projects submitted by eligible agencies for Sub-Regional Funding and funding through Regional process. This ranking will be presented to the ArapCo Exec Committee for their consideration and approval.

The Arapahoe County Tech Appointee will function as the Chair for the ArapCo Tech Committee, unless the ArapCo Exec Committee votes to appoint a different Chair of the ArapCo Tech Committee. The Chair is responsible for scheduling ArapCo Tech Committee meeting dates/times, setting the meeting agendas, running the meetings, distributing meeting materials and minutes for meetings, preparing documentation from the ArapCo Tech Committee to be forwarded to the ArapCo Exec Committee, and sharing ArapCo Exec Committee direction with the ArapCo Tech Committee.

11. Decision Making of the ArapCo Tech Committee. Each Agency represented on the ArapCo Tech Committee will have one vote when decisions on recommendations are needed. All decisions of the ArapCo Tech Committee shall be made by motion duly seconded and approved by a majority of the quorum in attendance at the meeting and as required by paragraph 12. In particular, this will include the development of the Sub-Regional Project and Regional Project lists to be recommended to the ArapCo Exec Committee for consideration of approval to forward to DRCOG for approval and inclusion in the TIP. The Technical Committee will also collaborate on transportation needs, partnerships building, projects, and advocacy efforts in non-TIP related activities to help establish priorities and actions to pursue for Arapahoe County as whole.
12. Quorum of ArapCo Tech Committee. In order to take action on matters before the ArapCo Tech Committee, a quorum must be present, which shall consist of a majority of the Agencies that have executed this Agreement. Tech Appointees that are in attendance of the meeting shall be entitled to vote as described in Section 11 above. If there is not a quorum at the time for which a vote shall have been called, the meeting may be adjourned from time to time by a majority of the Tech Appointees (or tech Alternates) present without notice, other than by announcement at the meeting, and continued until there is a quorum.
13. Other Agency Participation. DRCOG, CDOT, and RTD staff representatives shall be invited to attend ArapCo Exec Committee and ArapCo Tech Committee meetings, but these entities will not have any voting authority on either committee. Furthermore, Staff representatives from the Denver South Transportation Management Agency (“DSTMA”) shall also be invited to attend the ArapCo Tech Exec Committee in a non-voting capacity.
14. Sub-Region Procedures and Criteria for Possible TIP Project Selection. The Agencies agree to submit all DRCOG funding requests for Regional and Sub-regional Projects through the Forum established under this Agreement. DRCOG has established its independent overall criteria regarding project eligibility and evaluation of submitted projects. The ArapCo Exec Committee may choose to establish additional policy and criteria consistent with applicable Federal law and regulation. The procedure for the requesting applications for Regional and Sub-Region projects applications will be established by the ArapCo Exec Committee.

With regard to Regional Projects submitted to DRCOG by the Forum, the ArapCo Exec Committee will:

- a. Receive project applications from eligible applicants.
- b. Evaluate applications using applicable criteria.
- c. Prioritize the projects.
- d. Determine local funding matching funding and by which agency(ies).

- e. Collaborate and develop partnerships with other applicable agencies and/or Sub-regions if deemed appropriate.
- f. Meet to discuss the applications and make recommendations.
- g. Make submittal of projects to DRCOG for consideration of Regional Funding.

With regard to Sub-regional Projects submitted to DRCOG by the Forum, the ArapCo Exec Committee will:

- a. Receive project applications from eligible applicants.
- b. Evaluate applications using applicable criteria.
- c. Prioritize the projects.
- d. Determine local funding matching funding and by which agency(ies).
- e. Collaborate and develop partnerships with other applicable agencies and/or Sub-regions if deemed appropriate.
- f. Meet to discuss the applications and make recommendations.
- g. Make submittal of a recommended portfolio of Sub-regional projects to the DRCOG Board for approval and inclusion into the TIP using Arapahoe County Sub-regional Federal Funding.

In addition to the above and occurring in off-TIP Cycle years, the Forum may:

- a) Determine the amount and type of support the Forum will provide on various types of projects
- b) Collaborate on and advocate for various type of transportation projects.
- c) Determine whether the Forum wants to prioritize and focus on a set of prioritized regional projects for the Sub-Region.
- d) Pursue other types of funding with other agencies.

Notwithstanding anything herein to the contrary, Agencies may apply to DRCOG directly for TIP Pool funds within the TSSIP/ITS and TDM Pools for standalone “Element” projects, including but not limited to, traffic signals, intelligent transportation systems and transportation demand management, without submitting such requests to the Forum.

15. Project Requests for Regional Funding. Any municipality and Arapahoe County may submit projects for consideration by the ArapCo Exec Committee for a Regional Funding application to DRCOG. These projects shall be of regional significance that meet the Regional eligibility, policy, and criteria established and adopted by the DRCOG Board. Each Agency submitting an application shall pre-screen every proposed project submitted to the ArapCo Exec Committee to reasonably confirm that each proposed project conforms to the DRCOG grant requirements and that any grant matching funds are reasonably anticipated to be available. As necessary, coordination shall occur with CDOT, RTD, and/or other Sub-Regions on various projects. This Agreement is not intended to preclude project proposals from cities and towns or other eligible entities that are located within Arapahoe County but are not among the Agencies. Such cities’, towns’, and other entities’ project application submittals shall be considered by the ArapCo Exec Committee on an equal basis with project requests from the Agencies.

16. Project Requests for Sub-Regional Funding. Any municipality and Arapahoe County may submit projects for consideration by the ArapCo Exec Committee for Sub-Regional Funding. Projects may include road, bridge, transit, bike and pedestrian projects. Each agency shall pre-

screen every proposed project submitted to the ArapCo Exec Committee to reasonably confirm that each proposed project conforms to the DRCOG grant requirements and that any grant matching funds are reasonably anticipated to be available. This Agreement is not intended to preclude project proposals from cities and towns and other eligible entities that are located within Arapahoe County but are not among the Agencies. Such cities', towns', and other entities' project application submittals shall be considered by the ArapCo Exec Committee on an equal basis with project requests from the Agencies.

17. Planning Timeline. The submittal, review and prioritization of transportation projects will coincide with the bi-annual DRCOG TIP planning process timeline and the CDOT/Transportation Commission planning timeline.

18. General Provisions.

- a. Integrated Agreement; Amendment. This Agreement contains the entire agreement of the Agencies relating to the subject matter hereof and, except as provided herein, may not be modified or amended except by written agreement of all the Agencies.
- b. Binding Effect; No Third Party Beneficiaries. This Agreement shall be binding upon, and shall inure to the benefit of, the Agencies and their respective successors and assigns. It is expressly understood and agreed that the enforcement of terms and conditions of this Agreement, and all rights of action relating to such enforcement, shall be strictly reserved to the Agencies and nothing in this Agreement shall give or allow any claim or right of action whatsoever by any other person or entity not included in this Agreement. It is the express intention of this Agreement that any entity other than the Agencies, including any entity that receives services or benefits as a result of this Agreement, shall be an incidental beneficiary only.
- c. Government Immunity. No portion of this Agreement shall be deemed to constitute a waiver of any immunities the Agencies or their officers or employees may possess, nor shall any portion of this Agreement be deemed to have created a duty of care which did not previously exist with respect to any person or entity not a party to this Agreement.
- d. Severability. In the event a court of competent jurisdiction holds any provision of this Agreement invalid or unenforceable, such holding shall not invalidate or render unenforceable any other provision of this Agreement.
- e. Counterparts; Electronic Disposition. This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original and all such counterparts taken together shall be deemed to constitute one and the same instrument. The Agencies acknowledge and agree that the original of this Agreement, including the signature page, may be scanned and stored in a computer database or similar device, and that any printout or other output readable by sight, the reproduction of which is shown to accurately reproduce the original of this Agreement, may be used for any purpose as if it were the original, including proof of the content of the original writing.

By signing this Agreement, each Agency acknowledges and represents to the others that all procedures necessary to validly contract and execute this Agreement have been performed, and

that the person signing on behalf of each Agency has been duly authorized by such Agency to do so.

**ARAPAHOE COUNTY  
BOARD OF COUNTY COMMISSIONERS**

\_\_\_\_\_  
Chairman

\_\_\_\_\_  
Date

ATTEST:

\_\_\_\_\_  
County Clerk

**TOWN OF FOXFIELD**

\_\_\_\_\_  
( \_\_\_\_\_ ), Mayor

\_\_\_\_\_  
Date

ATTEST:

APPROVED AS TO FORM:

\_\_\_\_\_  
Town Clerk

\_\_\_\_\_  
Town Attorney's Office